

Kovitz Mitchell
 Form 3
 December 20, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|--|--|---|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Kovitz Investment Group, LLC | | | (Month/Day/Year) 12/08/2010 | | RED ROBIN GOURMET BURGERS INC [RRGB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 115 S. LASALLE ST., 27TH FLOOR | | | (Check all applicable) | | | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) Member of 10% Owner Group | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |
| CHICAGO, IL 60603 | | | | | | |
| (City) | (State) | (Zip) | | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------|--|---|---|
| No Securities are beneficially owned | 0 | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|---------------------------|
| | Director | 10% Owner | Officer | Other |
| Kovitz Investment Group, LLC 115 S. LASALLE ST., 27TH FLOOR CHICAGO, IL 60603 | Â | Â | Â | Member of 10% Owner Group |
| Kovitz Mitchell 115 S. LASALLE ST., 27TH FLOOR CHICAGO, IL 60603 | Â | Â X | Â | Â |
| Shapiro Jonathan 115 S. LASALLE ST., 27TH FLOOR CHICAGO, IL 60603 | Â | Â X | Â | Â |

Signatures

| | |
|---|------------|
| By: /s/ Mitchell A. Kovitz, Chief Executive Officer | 12/20/2010 |
| __Signature of Reporting Person | Date |
| /s/ Mitchell A. Kovitz | 12/17/2010 |
| __Signature of Reporting Person | Date |
| /s/ Jonathan A. Shapiro | 12/17/2010 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Kovitz Investment Group, LLC ("Kovitz Investment Group") is a registered investment adviser whose principal business is providing investment advisor and management services to various managed accounts (the "Advised Accounts"). Kovitz Investment Group may be deemed to be the indirect beneficial owner of shares of the Issuer held in the Advised Accounts, which, in the aggregate hold less than five percent of the Issuer's outstanding shares, by virtue of Kovitz Investment Group's sole investment discretion over and power to dispose or to direct the disposition of those shares. Kovitz Investment Group does not possess, by agreement or otherwise, the power to vote, or direct the voting of the Issuer's shares held in the Advised Accounts. Kovitz Investment Group has no pecuniary interest, as defined in SEC Rule 16a-1(a)(2), in any securities held in any of the Advised Accounts and specifically disclaims any such pecuniary interest.

(2) Mitchell A. Kovitz ("Kovitz") is the Chief Executive Officer and Co-Chief Investment Officer of Kovitz Investment Group and, accordingly, may be deemed to be the indirect beneficial owner of any shares that Kovitz Investment Group may be deemed to beneficially own. Kovitz specifically disclaims beneficial ownership of any securities beneficially owned by Kovitz Investment Group except to the extent of his pecuniary interest therein.

(3) Jonathan A. Shapiro ("Shapiro") is the Vice President and Co-Chief Investment Officer of Kovitz Investment Group and, accordingly, may be deemed to be the indirect beneficial owner of any shares that Kovitz Investment Group may be deemed to beneficially own. Shapiro specifically disclaims beneficial ownership of any securities beneficially owned by Kovitz Investment Group except to the extent of his pecuniary interest therein.

(4)

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Kovitz Investment Group may be deemed a 10% beneficial owner of the total shares of common stock outstanding of the Issuer pursuant to SEC Rule 16a-1(a)(1) based on its participation in a group pursuant to Section 13(d)(3) of the Securities Exchange Act of 1934, as amended, and SEC Rule 13d-5(b)(1) thereunder. Neither Kovitz Investment Group, Kovitz, nor Shapiro has any pecuniary interest, as defined in SEC Rule 16a-1(a)(2), in the shares of the Issuer beneficially owned by such group, and specifically disclaims any such pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.